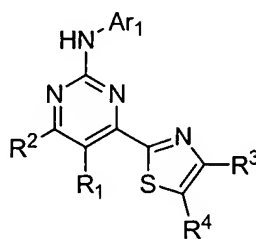


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### AMENDMENTS TO THE CLAIMS

Please replace all prior versions and listings of claims with the amended claims as follows:

1. (Currently amended) A compound of formula (I):



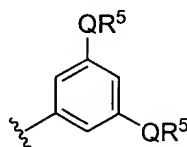
I

or a pharmaceutically acceptable salt thereof, wherein:

R<sup>1</sup> and R<sup>2</sup> are each independently R, halogen, CN, NO<sub>2</sub>, or TR;

T is an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkylidene chain wherein up to two methylene units of T are optionally and independently replaced by O, N(R), C(O), S, SO, or SO<sub>2</sub>;

Ar<sup>1</sup> is



wherein each occurrence of QR<sup>5</sup> is, independently, CH<sub>2</sub>halogen, halogen, CH<sub>2</sub>CN, CN, CH<sub>2</sub>CO<sub>2</sub>R', CO<sub>2</sub>R', CH<sub>2</sub>COR', COR', R', CH<sub>2</sub>NO<sub>2</sub>, NO<sub>2</sub>, CH<sub>2</sub>OR', OR', CH<sub>2</sub>SR', SR', haloalkyl, CH<sub>2</sub>SO<sub>2</sub>N(R')<sub>2</sub>, SO<sub>2</sub>N(R')<sub>2</sub>, CH<sub>2</sub>N(R')<sub>2</sub>, N(R')<sub>2</sub>, NHCOR', CH<sub>2</sub>NHCOR', CH<sub>2</sub>PO(OR')<sub>2</sub>, PO(OR')<sub>2</sub>;

R<sup>3</sup> and R<sup>4</sup> are each independently Z-R<sup>7</sup>, or R<sup>3</sup> and R<sup>4</sup> are taken together to form an optionally substituted saturated, partially unsaturated, or fully unsaturated 3-8 membered ring having 0-3 heteroatoms independently selected from nitrogen, oxygen, or sulfur wherein said ring is optionally substituted with 0-5 independent occurrences of Y-R<sup>8</sup>;

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each occurrence of Q, Z, and Y is independently a bond or an optionally substituted C<sub>1</sub>-C<sub>6</sub> alkylidene chain wherein up to two non-adjacent methylene units of Q and up to three non-adjacent methylene units of Z are optionally replaced by CO, CO<sub>2</sub>, COCO, CONR, OCONR, NRNR, NRNRCO, NRCO, NRCO<sub>2</sub>, NRCONR, SO, SO<sub>2</sub>, NRSO<sub>2</sub>, SO<sub>2</sub>NR, NRSO<sub>2</sub>NR, O, S, or NR;

each occurrence of R<sup>5</sup>, R<sup>7</sup> and R<sup>8</sup> is independently R', halogen, NO<sub>2</sub>, CN, OR', SR', N(R')<sub>2</sub>, NR'C(O)R', NR'C(O)N(R')<sub>2</sub>, NR'CO<sub>2</sub>R', C(O)R', CO<sub>2</sub>R', OC(O)R', C(O)N(R')<sub>2</sub>, OC(O)N(R')<sub>2</sub>, SOR', SO<sub>2</sub>R', SO<sub>2</sub>N(R')<sub>2</sub>, NR'SO<sub>2</sub>R', NR'SO<sub>2</sub>N(R')<sub>2</sub>, PO(OR')<sub>2</sub>, C(O)C(O)R', or C(O)CH<sub>2</sub>C(O)R'; and

each occurrence of R is independently hydrogen or an optionally substituted C<sub>1-6</sub> aliphatic group; and each occurrence of R' is independently hydrogen or an optionally substituted group selected from C<sub>1-8</sub> aliphatic, C<sub>6-10</sub> aryl, a heteroaryl ring having 5-10 ring atoms, or a heterocyclyl ring having 3-10 ring atoms, or wherein two occurrences of ~~R taken together~~, R and R' taken together[[,]] or two occurrences of R' taken together, form an optionally substituted saturated, partially unsaturated, or fully unsaturated 3-8 membered ring having 0-3 heteroatoms independently selected from nitrogen, oxygen, or sulfur; provided that R<sup>3</sup> and R<sup>4</sup> are not simultaneously hydrogen.

2-6. (Canceled)

7. (Previously presented) The compound of claim 1, wherein both occurrences of Q-R<sup>5</sup> are methyl.

8. (Previously presented) The compound of claim 1, wherein at least one occurrence of Q-R<sup>5</sup> is CF<sub>3</sub>.

9. (Original) The compound of claim 1, wherein Q-R<sup>5</sup> substituents on Ar<sup>1</sup> are fluoro, iodo, chloro, bromo, COCH<sub>3</sub>, CO<sub>2</sub>CH<sub>3</sub>, C<sub>1-4</sub>alkyl, NH<sub>2</sub>, CH<sub>2</sub>NH<sub>2</sub>, NHMe,

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CH<sub>2</sub>NHMe, N(Me)<sub>2</sub>, CH<sub>2</sub>N(Me)<sub>2</sub>, N(Et)<sub>2</sub>, CH<sub>2</sub>N(Et)<sub>2</sub>, NH(phenyl), CO(C<sub>1-4</sub>alkyl), CH<sub>2</sub>CO(C<sub>1-4</sub>alkyl), NHCO(C<sub>1-4</sub>alkyl), CH<sub>2</sub>NHCO(C<sub>1-4</sub>alkyl), CN, CH<sub>2</sub>CN, OH, C<sub>1-4</sub>alkoxy, optionally substituted benzyloxy, optionally substituted phenyloxy, CF<sub>3</sub>, SO<sub>2</sub>NH<sub>2</sub>, SO<sub>2</sub>NHMe, optionally substituted SO<sub>2</sub>(phenyl), SO<sub>2</sub>(C<sub>1-4</sub>alkyl), CONH<sub>2</sub>, CH<sub>2</sub>PO(OR')<sub>2</sub>, or an optionally substituted group selected from a saturated, partially unsaturated, or fully unsaturated 5- or 6-membered ring having 0-3 heteroatoms independently selected from nitrogen, oxygen, or sulfur.

10. (Previously presented) The compound of claim 1, wherein R<sup>1</sup> and R<sup>2</sup> groups of formula I are each independently hydrogen, N(R)<sub>2</sub>, SR, or OR.

11. (Previously presented) The compound of claim 1, wherein R<sup>1</sup> and R<sup>2</sup> groups are each independently hydrogen, OH, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, OCH<sub>3</sub>, CH<sub>2</sub>OH, CH<sub>2</sub>OCH<sub>3</sub>, CH<sub>2</sub>NH<sub>2</sub>, CH<sub>2</sub>NHCH<sub>3</sub>, NH<sub>2</sub>, or CH<sub>2</sub>NH<sub>2</sub>.

12. (Previously presented) The compound of claim 1, wherein R<sup>3</sup> and R<sup>4</sup> are each independently Z-R<sup>7</sup> wherein Z is a bond or an optionally substituted C<sub>1-4</sub> alkylidene chain wherein one methylene unit of Z is optionally replaced by O, NR, NRCO, NRCO<sub>2</sub>, NRSO<sub>2</sub>, CONR, C(O), C(O)O, and wherein R<sup>7</sup> is selected from halogen, CN, N(R')<sub>2</sub>, NHCOR', or R'.

13. (Previously presented) The compound of claim 1, wherein R<sup>3</sup> and R<sup>4</sup> are each independently hydrogen, CN, halogen, OH, SH, NH<sub>2</sub>, CO<sub>2</sub>H, COH, CONH<sub>2</sub>, SO<sub>2</sub>NH<sub>2</sub>, NO<sub>2</sub>, or (CH<sub>2</sub>)<sub>n</sub>NRR<sup>7</sup>, wherein R and R<sup>7</sup>, taken together with the nitrogen atom to which they are bound, form an optionally substituted 3-8-membered saturated or partially unsaturated ring having 1-3 heteroatoms selected from nitrogen, oxygen, or sulfur.

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14. (Previously presented) The compound of claim 1, wherein one of  $R^3$  or  $R^4$  is hydrogen, and the other of  $R^3$  or  $R^4$  is  $(CH_2)_nOR^7$ ,  $(CH_2)_nNRR^7$ ,  $(CH_2)_nC(O)R^7$ ,  $(CH_2)_nCH_3$ , or  $(CH_2)_nSR^7$ , wherein  $R^7$  is hydrogen,  $(CH_2)_mN(R')_2$ ,  $C_1$ - $C_4$ alkyl, an optionally substituted 5- or 6-membered aryl or heteroaryl, wherein each of  $n$  and  $m$  is 0 or 1, or  $R$  and  $R^7$ , taken together with the nitrogen atom to which they are bound form an optionally substituted 3-8-membered saturated or partially unsaturated ring having 1-3 heteroatoms selected from nitrogen, oxygen, or sulfur.

15. (Original) The compound of claim 14, wherein  $R^3$  is hydrogen.

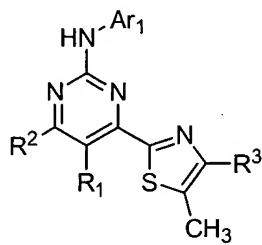
16. (Original) The compound of claim 14, wherein  $R^4$  is hydrogen.

17. (Original) The compound of claim 1, wherein  $R^3$  and  $R^4$ , taken together with the atoms to which they are bound, form an optionally substituted saturated, partially unsaturated, or fully unsaturated 5- or 6-membered ring having 0-3 heteroatoms independently selected from nitrogen, oxygen, or sulfur, and wherein said ring is optionally substituted with 0, 1, 2, 3, 4, or 5 occurrences of  $Y-R^8$ .

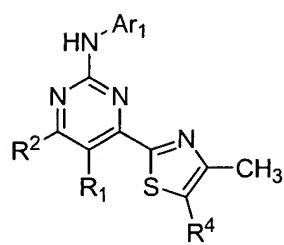
18. (Original) The compound of claim 17, wherein each occurrence of  $Y-R^8$  is independently methyl, ethyl, t-butyl, fluoro, chloro, bromo, oxo,  $CF_3$ , OMe, OEt, CN,  $SO_2Me$ ,  $SO_2NH_2$ ,  $NH_2$ ,  $NHMe$ ,  $N(Me)_2$ , SMe, SEt, OH,  $C(O)Me$ ,  $NO_2$ , or  $CH_2OH$ .

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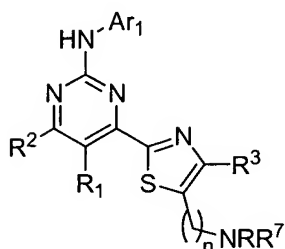
19. (Original) The compound of claim 1, having one of formulas **I-A-i**, **I-A-ii**, **I-B-i**, **I-B-ii**, **I-C-i**, **I-C-ii**, **I-D-i**, or **I-E-i**:



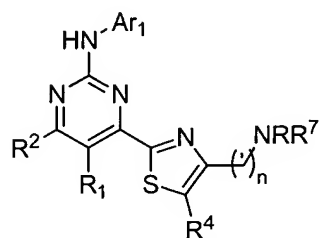
**I-A-i**



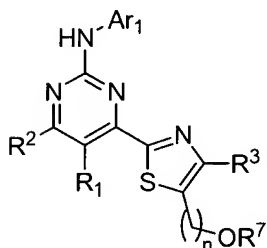
**I-A-ii**



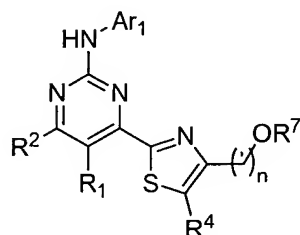
**I-B-i**



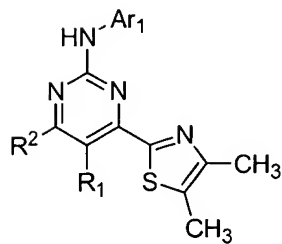
**I-B-ii**



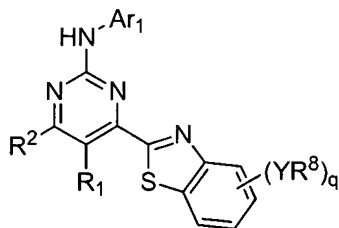
**I-C-i**



**I-C-ii**



**I-D-i**



**I-E-i**

wherein  $q$  is 0-5.

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20-30. (Canceled)

31. (Previously presented) The compound of claim 19, wherein  $R^3$  is  $Z-R^7$ , wherein Z is a bond or is an optionally substituted  $C_{1-4}$  alkylidene chain wherein one methylene unit of Z is optionally replaced by O, NR, NRCO, NR $CO_2$ , NR $SO_2$ , CONR, C(O), C(O)O, and wherein  $R^7$  is halogen, CN,  $N(R')_2$ , NHCOR', or  $R'$ .

32. (Previously presented) The compound of claim 19, wherein  $R^3$  is  $(CH_2)_nOR^7$ ,  $(CH_2)_nNRR^7$ ,  $(CH_2)_nC(O)R^7$ ,  $(CH_2)_nCH_3$ , or  $(CH_2)_nSR^7$ , wherein  $R^7$  is hydrogen,  $(CH_2)_mN(R')_2$ ,  $C_1$ - $C_4$ alkyl, an optionally substituted 5- or 6-membered aryl or heteroaryl, wherein each of n and m is 0 or 1, or R and  $R^7$ , taken together with the nitrogen atom to which they are bound form an optionally substituted 3-8-membered saturated or partially unsaturated ring having 1-3 heteroatoms selected from nitrogen, oxygen, or sulfur, n is 0 or 1, and m is 0 or 1.

33. (Previously presented) The compound of claim 19, wherein Z is a bond or is an optionally substituted  $C_{1-4}$  alkylidene chain wherein one methylene unit of Z is optionally replaced by O, NR, NRCO, NR $CO_2$ , NR $SO_2$ , CONR, C(O), C(O)O, and wherein  $R^7$  is selected from halogen, CN,  $N(R')_2$ , NHCOR', or  $R'$ .

34. (Previously presented) The compound of claim 19, wherein  $R^4$  is  $(CH_2)_nOR^7$ ,  $(CH_2)_nNRR^7$ ,  $(CH_2)_nC(O)R^7$ ,  $(CH_2)_nCH_3$ , or  $(CH_2)_nSR^7$ , wherein  $R^7$  is hydrogen,  $(CH_2)_mN(R')_2$ ,  $C_1$ - $C_4$ alkyl, an optionally substituted 5- or 6-membered aryl or heteroaryl, wherein each of n and m is 0 or 1, or R and  $R^7$ , taken together with the nitrogen atom to which they are bound form an optionally substituted 3-8-membered saturated or partially unsaturated ring having 1-3 heteroatoms selected from nitrogen, oxygen, or sulfur, n is 0 or 1, and m is 0 or 1.

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35. (Previously presented) The compound of claim 19, wherein q is 0, 1, or 2, and each occurrence of Y-R<sup>8</sup> is independently methyl, ethyl, t-butyl, fluoro, chloro, bromo, oxo, CF<sub>3</sub>, OMe, OEt, CN, SO<sub>2</sub>Me, SO<sub>2</sub>NH<sub>2</sub>, NH<sub>2</sub>, NHMe, N(Me)<sub>2</sub>, SMe, SEt, OH, C(O)Me, NO<sub>2</sub>, or CH<sub>2</sub>OH.

36. (Previously presented) The compound of claim 19, wherein compounds have one of formulas II-A-i, II-B-i, or II-C-i, and the compound variables are defined as:

a) x is 0, 1, 2, or 3, and Q-R<sup>5</sup> is CH<sub>2</sub>halogen, halogen, CH<sub>2</sub>CN, CN, CH<sub>2</sub>CO<sub>2</sub>R', CO<sub>2</sub>R', CH<sub>2</sub>COR', COR', R', CH<sub>2</sub>NO<sub>2</sub>, NO<sub>2</sub>, CH<sub>2</sub>OR', OR', CH<sub>2</sub>SR', SR', haloalkyl, CH<sub>2</sub>SO<sub>2</sub>N(R')<sub>2</sub>, SO<sub>2</sub>N(R')<sub>2</sub>, CH<sub>2</sub>N(R')<sub>2</sub>, N(R')<sub>2</sub>, NHCOR', CH<sub>2</sub>NHCOR', CH<sub>2</sub>PO(OR')<sub>2</sub>, PO(OR')<sub>2</sub>, or Q-R<sup>5</sup>, taken together with the atoms to which they are bound, form an optionally substituted saturated, partially unsaturated, or fully unsaturated 5-8-membered ring having 0-3 heteroatoms selected from nitrogen, oxygen, or sulfur;

b) R<sup>1</sup> and R<sup>2</sup> are each independently hydrogen, N(R)<sub>2</sub>, SR, OR, or TR, or R<sup>1</sup> and R<sup>2</sup>, taken together form an optionally substituted saturated, partially unsaturated, or fully unsaturated 5-membered ring having 0-2 heteroatoms independently selected from N, O, or S; and

c) R<sup>3</sup> is (CH<sub>2</sub>)<sub>n</sub>halogen, (CH<sub>2</sub>)<sub>n</sub>CN, (CH<sub>2</sub>)<sub>n</sub>OR<sup>7</sup>, (CH<sub>2</sub>)<sub>n</sub>NRR<sup>7</sup>, (CH<sub>2</sub>)<sub>n</sub>C(O)R<sup>7</sup>, (CH<sub>2</sub>)<sub>n</sub>C(O)R<sup>7</sup> (CH<sub>2</sub>)<sub>n</sub>CH<sub>3</sub>, (CH<sub>2</sub>)<sub>n</sub>C(O)NRR<sup>7</sup>, (CH<sub>2</sub>)<sub>n</sub>SR<sup>7</sup>, wherein R<sup>7</sup> is (CH<sub>2</sub>)<sub>m</sub>N(R')<sub>2</sub>, C<sub>1</sub>-C<sub>4</sub>alkyl, an optionally substituted 5- or 6-membered aryl, aralkyl, heteroaryl, or heteroaralkyl group, or R and R<sup>7</sup>, taken together with the nitrogen atom to which they are bound form an optionally substituted 3-8-membered saturated or partially unsaturated ring having 1-3 heteroatoms selected from nitrogen, oxygen, or sulfur, n is 0 or 1, and m is 0 or 1.

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37. (Previously presented) The compound of claim 19, wherein compounds have one of formulas **II-A-ii**, **II-B-ii**, or **II-C-ii**, and one or more of the compound variables are defined as:

a)  $x$  is 0, 1, 2, or 3, and  $Q-R^5$  is  $CH_2$ halogen, halogen,  $CH_2CN$ ,  $CN$ ,  $CH_2CO_2R'$ ,  $CO_2R'$ ,  $CH_2COR'$ ,  $COR'$ ,  $R'$ ,  $CH_2NO_2$ ,  $NO_2$ ,  $CH_2OR'$ ,  $OR'$ ,  $CH_2SR'$ ,  $SR'$ , haloalkyl,  $CH_2SO_2N(R')_2$ ,  $SO_2N(R')_2$ ,  $CH_2N(R')_2$ ,  $N(R')_2$ ,  $NHCO R'$ ,  $CH_2NHCO R'$ ,  $CH_2PO(OR')_2$ ,  $PO(OR')_2$ , or  $Q-R^5$ , taken together with the atoms to which they are bound, form an optionally substituted saturated, partially unsaturated, or fully unsaturated 5-8-membered ring having 0-3 heteroatoms selected from nitrogen, oxygen, or sulfur;

b)  $R^1$  and  $R^2$  are each independently hydrogen,  $N(R)_2$ ,  $SR$ ,  $OR$ , or  $TR$ , or  $R^1$  and  $R^2$ , taken together form an optionally substituted saturated, partially unsaturated, or fully unsaturated 5-membered ring having 0-2 heteroatoms independently selected from N, O, or S; and

c)  $R^4$  is  $(CH_2)_n$ halogen,  $(CH_2)_nCN$ ,  $(CH_2)_nOR^7$ ,  $(CH_2)_nNRR^7$ ,  $(CH_2)_nC(O)R^7$ ,  $(CH_2)_nC(O)R^7(CH_2)_nCH_3$ ,  $(CH_2)_nC(O)NRR^7$ ,  $(CH_2)_nSR^7$ , wherein  $R^7$  is  $(CH_2)_mN(R')_2$ ,  $C_1$ - $C_4$ alkyl, an optionally substituted 5- or 6-membered aryl, aralkyl, heteroaryl, or heteroaralkyl group, or  $R$  and  $R^7$ , taken together with the nitrogen atom to which they are bound form an optionally substituted 3-8-membered saturated or partially unsaturated ring having 1-3 heteroatoms selected from nitrogen, oxygen, or sulfur,  $n$  is 0 or 1, and  $m$  is 0 or 1.

38. (Previously presented) The compound of claim 19, wherein compounds have formula **II-E-i**, and one or more of the compound variables are defined as:

a)  $x$  is 0, 1, 2, or 3, and  $Q-R^5$  is  $CH_2$ halogen, halogen,  $CH_2CN$ ,  $CN$ ,  $CH_2CO_2R'$ ,  $CO_2R'$ ,  $CH_2COR'$ ,  $COR'$ ,  $R'$ ,  $CH_2NO_2$ ,  $NO_2$ ,  $CH_2OR'$ ,  $OR'$ ,  $CH_2SR'$ ,  $SR'$ , haloalkyl,  $CH_2SO_2N(R')_2$ ,  $SO_2N(R')_2$ ,  $CH_2N(R')_2$ ,  $N(R')_2$ ,  $NHCO R'$ ,  $CH_2NHCO R'$ ,  $CH_2PO(OR')_2$ ,  $PO(OR')_2$ , or  $Q-R^5$ , taken together with the atoms to which they are bound, form an optionally substituted saturated, partially unsaturated,



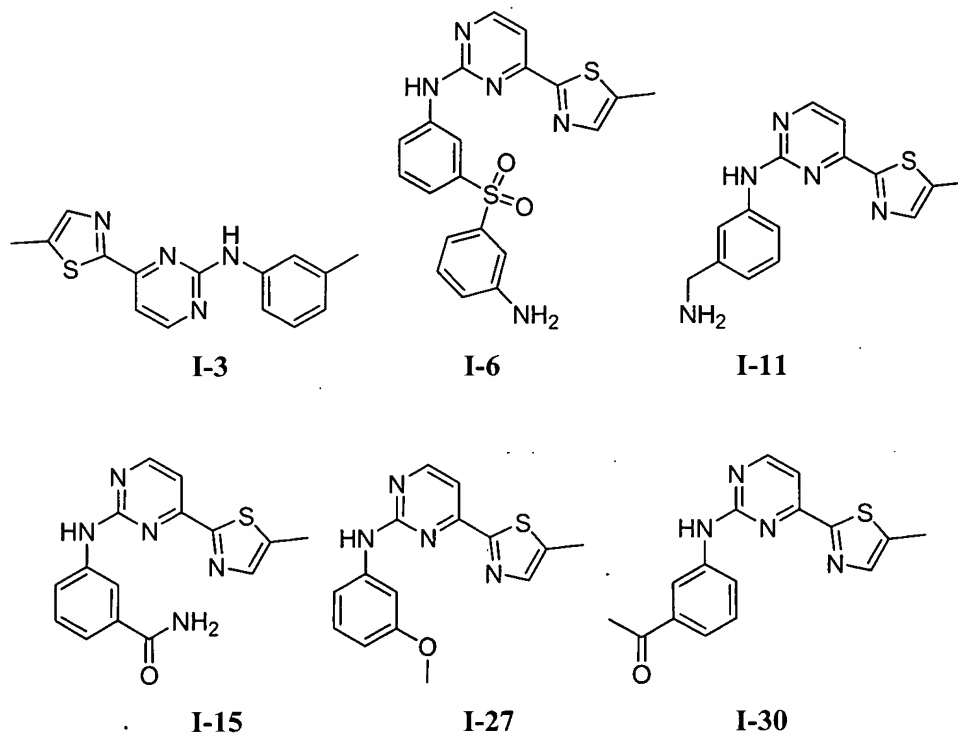
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or fully unsaturated 5-8-membered ring having 0-3 heteroatoms selected from nitrogen, oxygen, or sulfur;

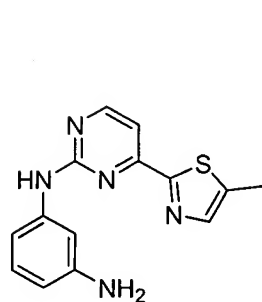
b)  $R^1$  and  $R^2$  are each independently hydrogen,  $N(R)_2$ , SR, OR, or TR, or  $R^1$  and  $R^2$ , taken together form an optionally substituted saturated, partially unsaturated, or fully unsaturated 5-membered ring having 0-2 heteroatoms independently selected from N, O, or S; and

c) q is 0, 1, or 2, and each occurrence of  $Y-R^8$  is independently methyl, ethyl, t-butyl, fluoro, chloro, bromo, oxo,  $CF_3$ , OMe, OEt, CN,  $SO_2Me$ ,  $SO_2NH_2$ ,  $NH_2$ , NHMe,  $N(Me)_2$ , SMe, SEt, OH,  $C(O)Me$ ,  $NO_2$ , or  $CH_2OH$ .

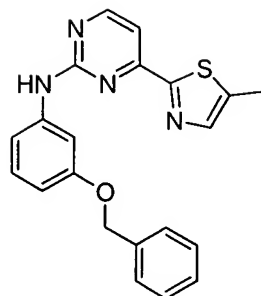
39. (Previously presented) The compound of claim 19, The compound of claim 1, selected from:



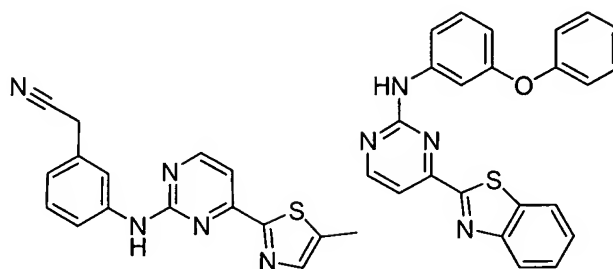
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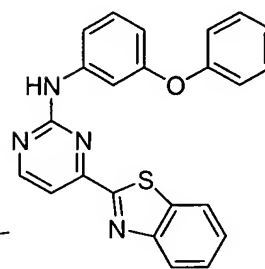
I-32



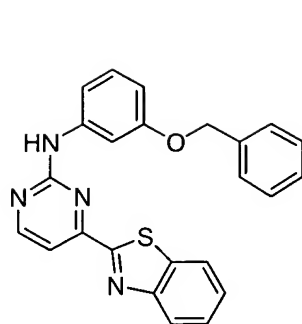
I-37



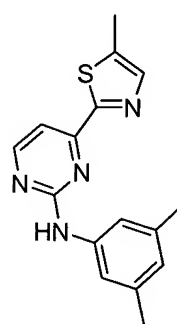
I-38



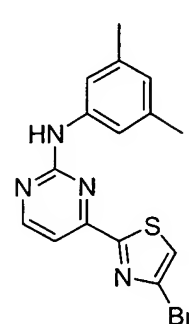
I-39



I-40

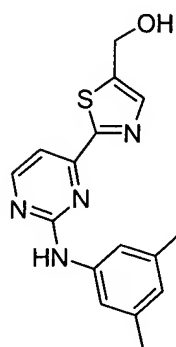


I-41

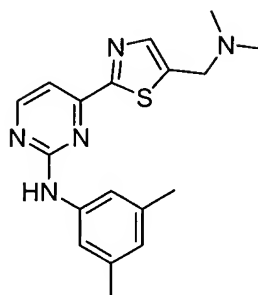


I-42

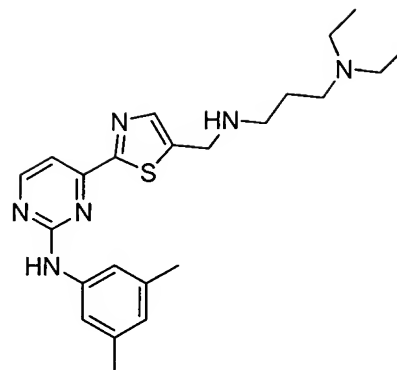
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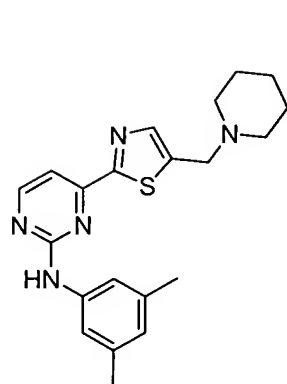
**I-43**



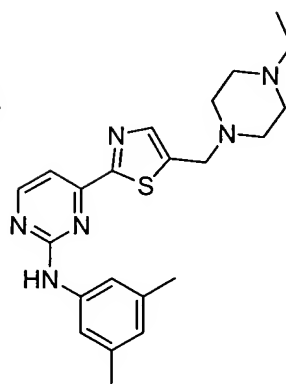
**I-44**



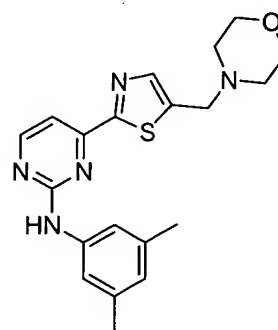
**I-45**



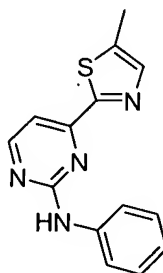
**I-46**



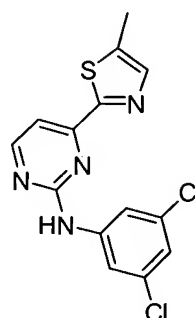
**I-47**



**I-48**

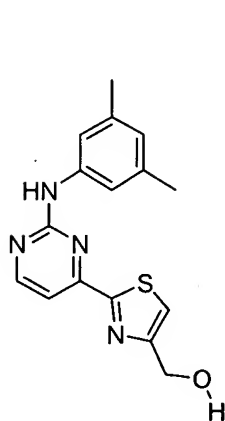


**I-49**

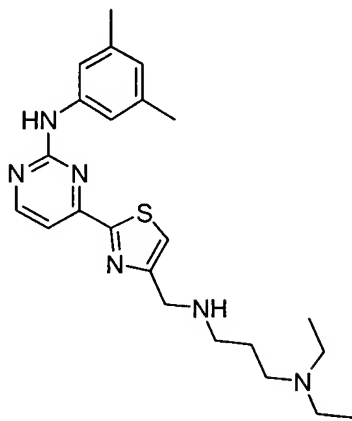


**I-51**

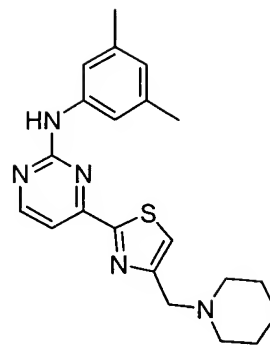
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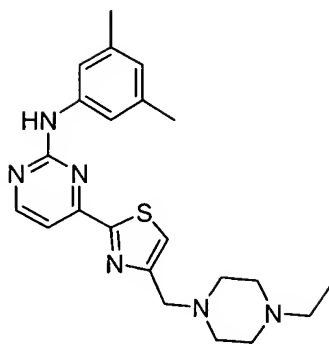
**I-52**



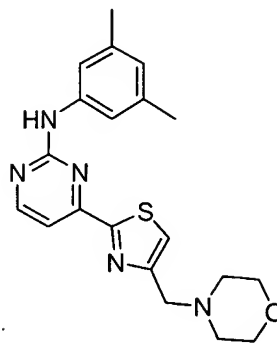
**I-53**



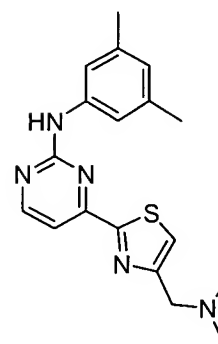
**I-54**



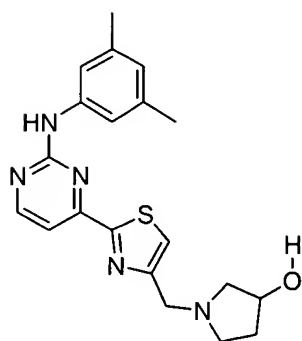
**I-55**



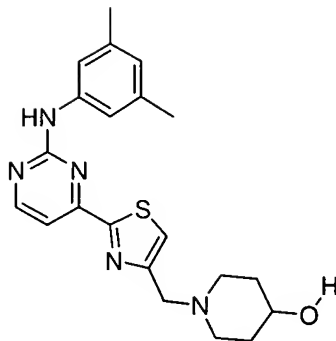
**I-56**



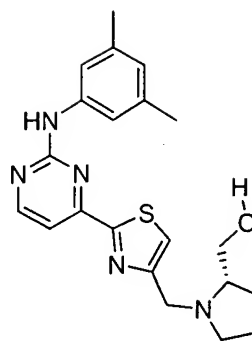
**I-57**



**I-58**

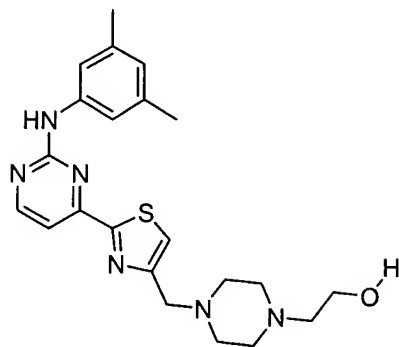


**I-59**

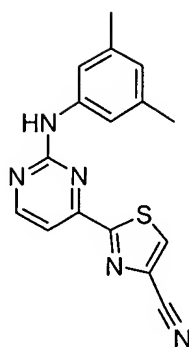


**I-60**

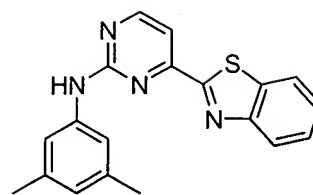
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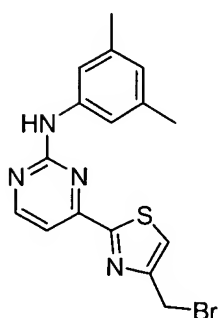
**I-61**



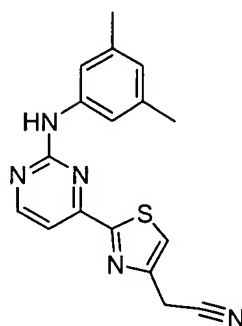
**I-62**



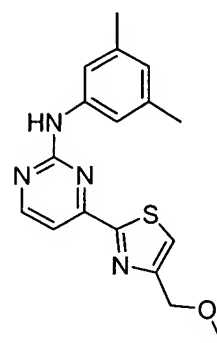
**I-63**



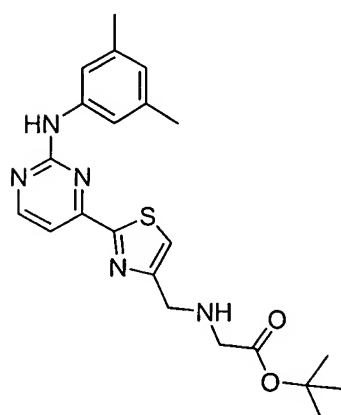
**I-64**



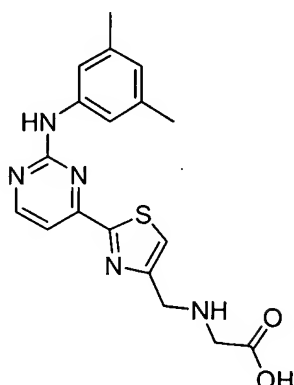
**I-65**



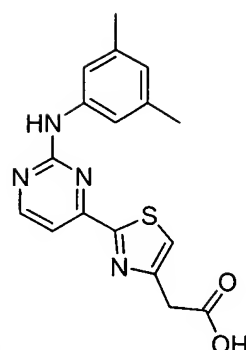
**I-66**



**I-67**

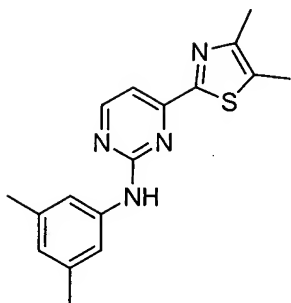


**I-68**

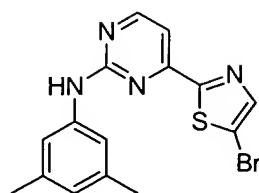


**I-69**

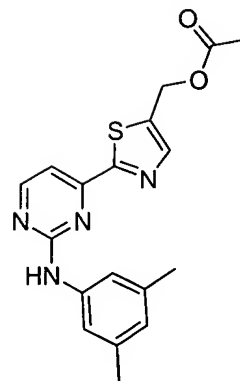
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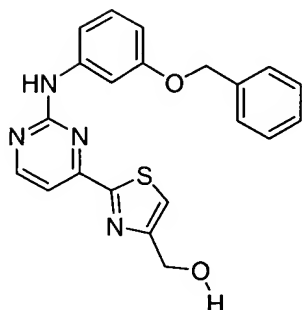
**I-70**



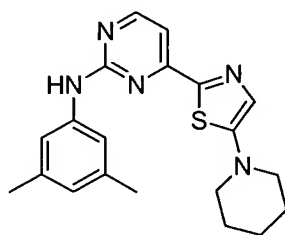
**I-71**



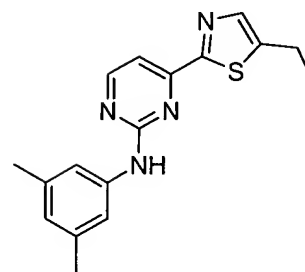
**I-72**



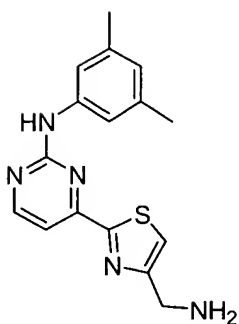
**I-73**



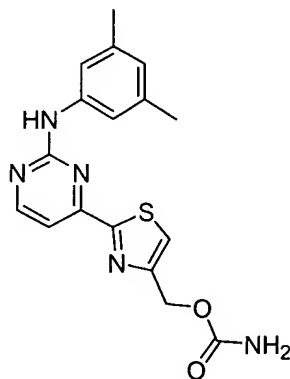
**I-74**



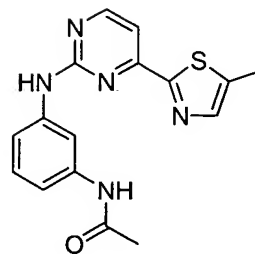
**I-75**



**I-76**

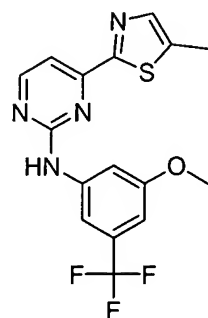


**I-77**

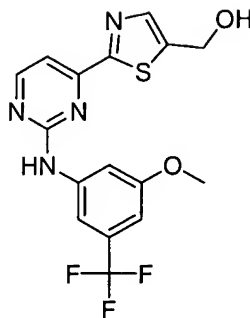


**I-78**

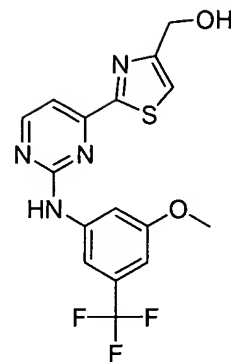
Applicants: Guy Benchley et al.  
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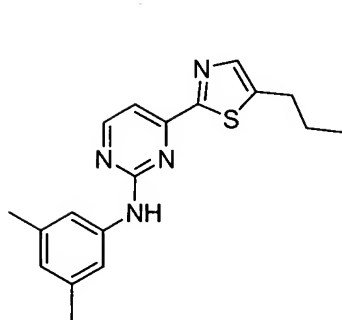
**I-82**



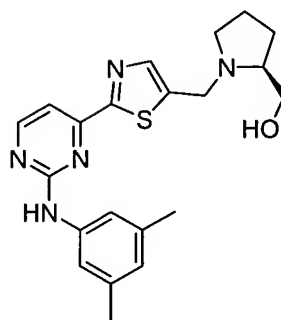
**I-83**



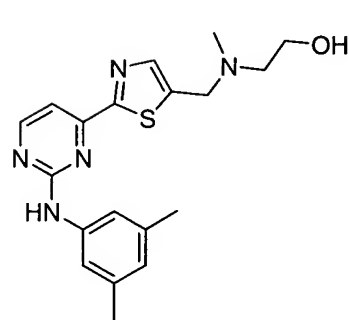
**I-84**



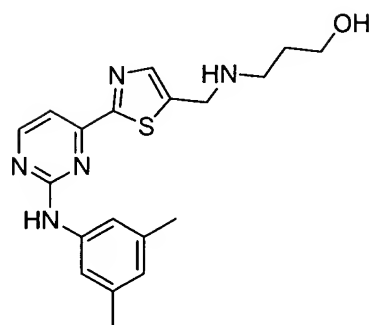
**I-85**



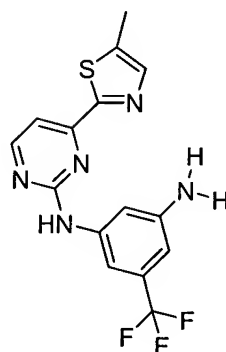
**I-86**



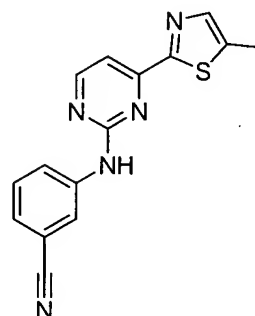
**I-87**



**I-88**

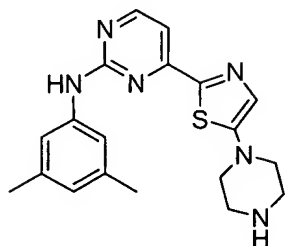


**I-89**

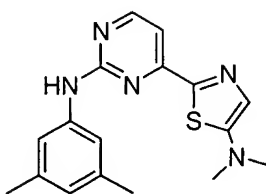


**I-90**

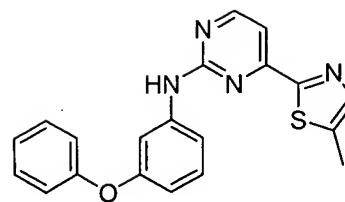
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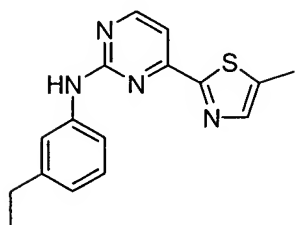
**I-93**



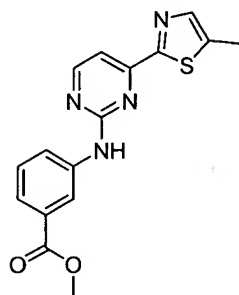
**I-94**



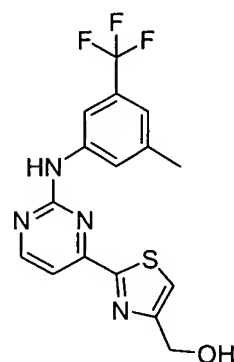
**I-96**



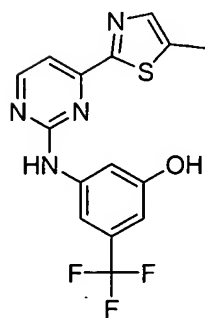
**I-101**



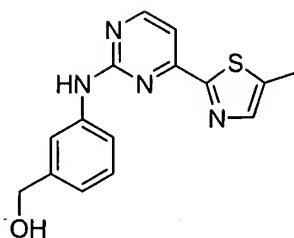
**I-105**



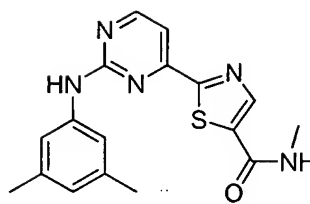
**I-108**



**I-109**



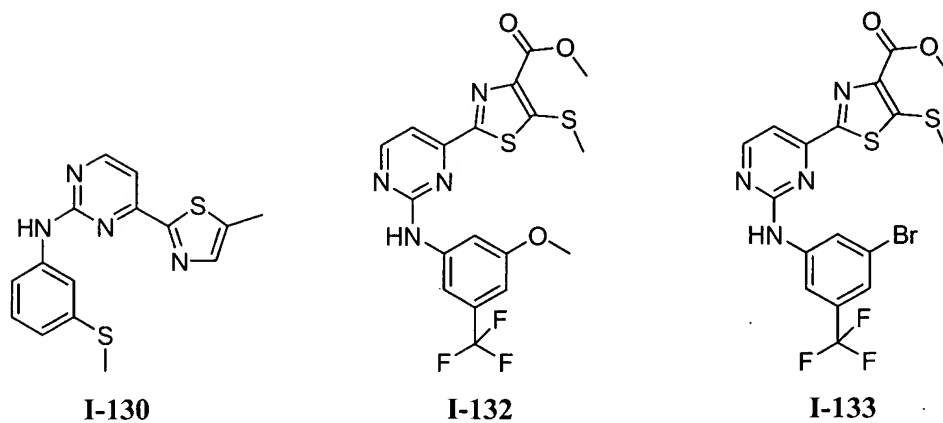
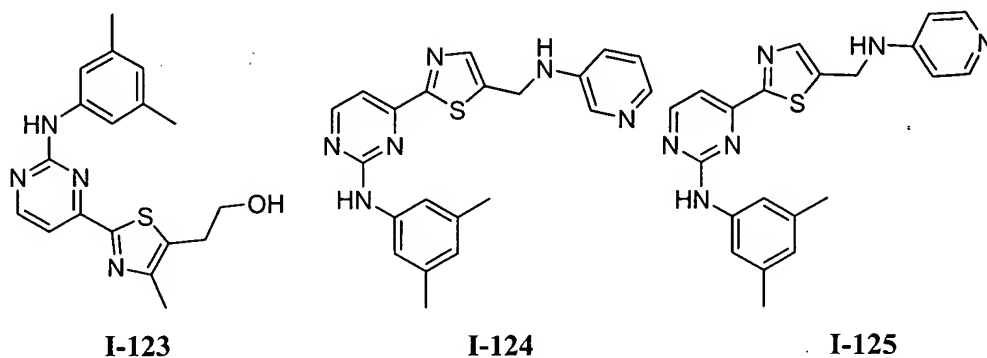
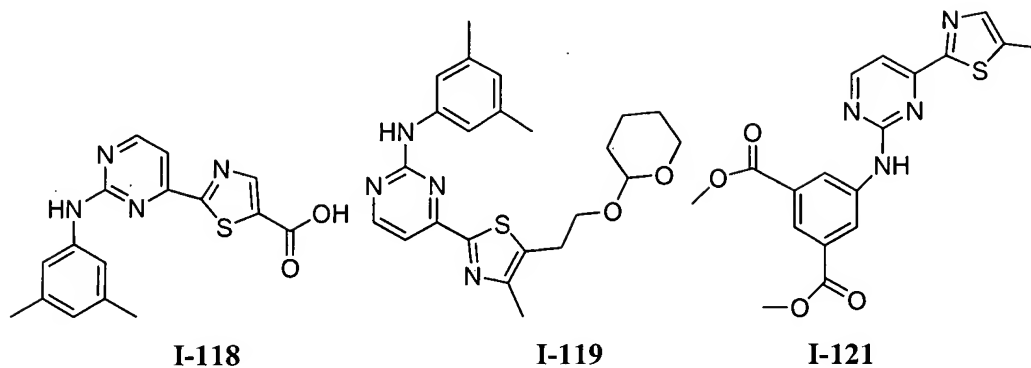
**I-111**



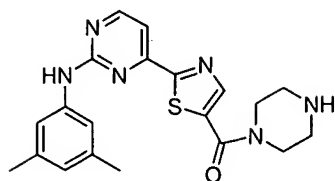
**I-115**



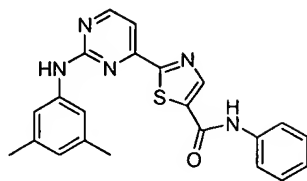
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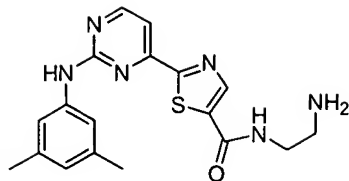
Applicants: Guy Benchley et al.  
Application No.: 10/809,946



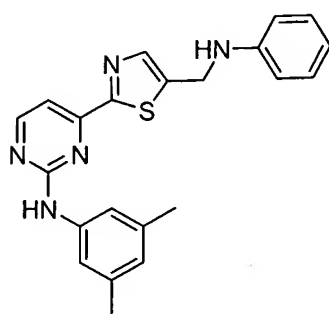
**I-134**



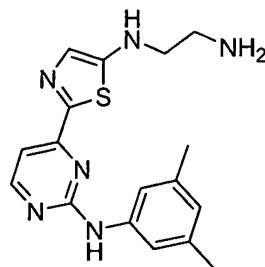
**I-137**



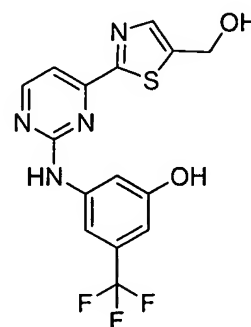
**I-138**



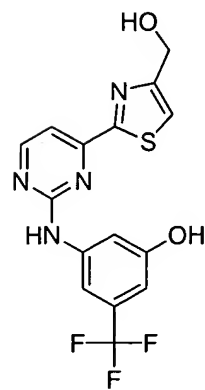
**I-141**



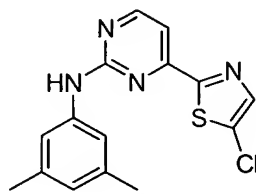
**I-142**



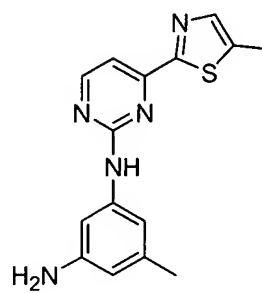
**I-144**



**I-146**

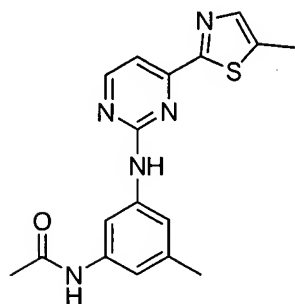


**I-147**

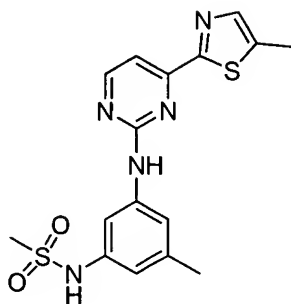


**I-148**

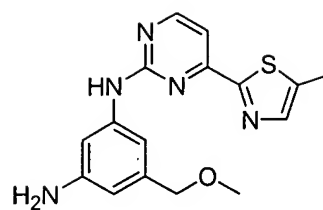
Applicants: Guy Benchley et al.  
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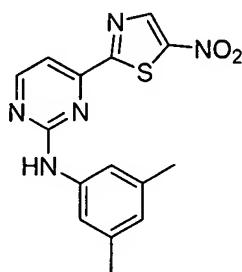
**I-154**



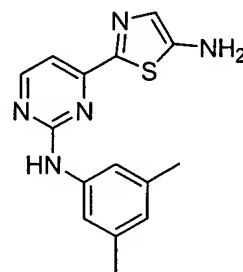
**I-155**



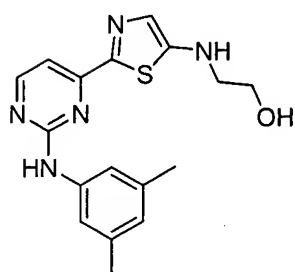
**I-156**



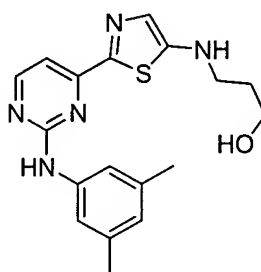
**I-159**



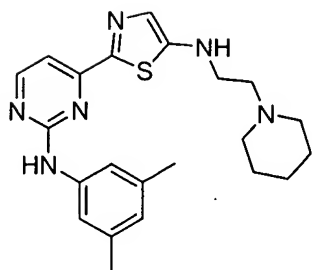
**I-160**



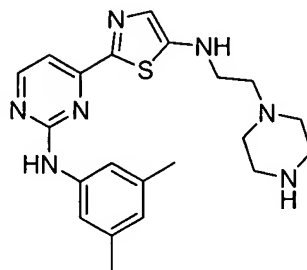
**I-161**



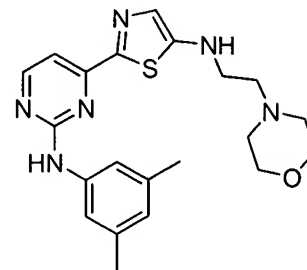
**I-162**



**I-163**

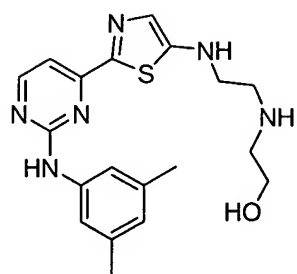


**I-164**

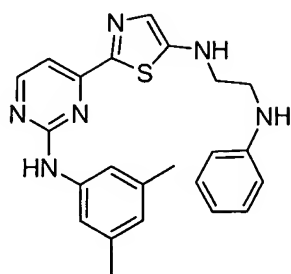


**I-165**

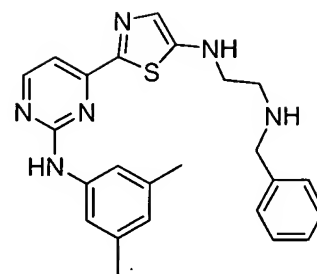
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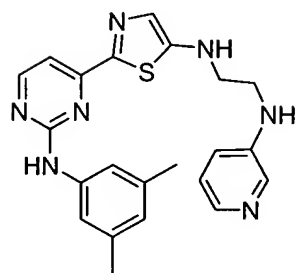
**I-166**



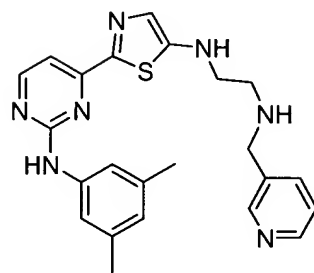
**I-167**



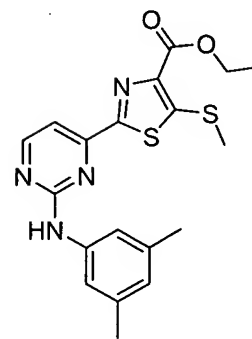
**I-168**



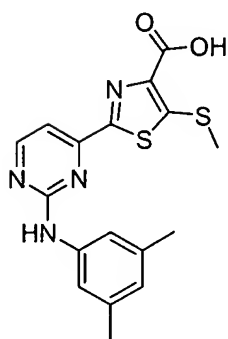
**I-169**



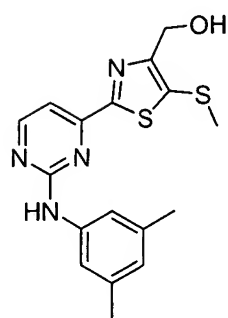
**I-170**



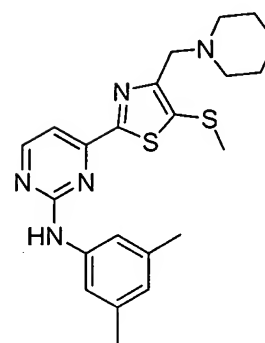
**I-171**



**I-172**

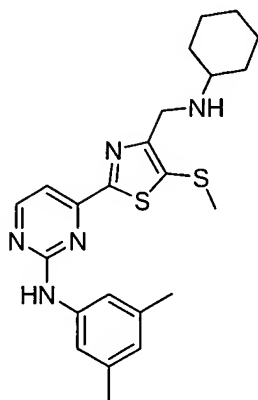


**I-173**

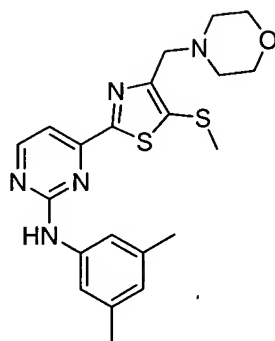


**I-174**

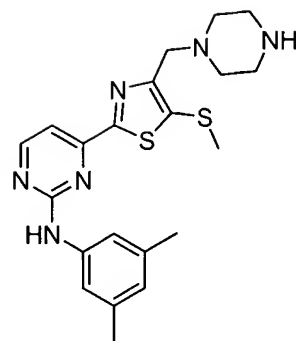
Applicants: Guy Benchley et al.  
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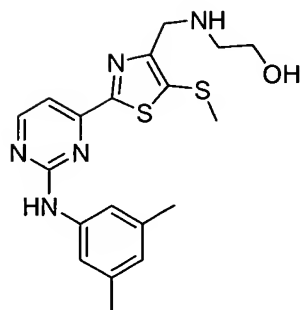
I-175



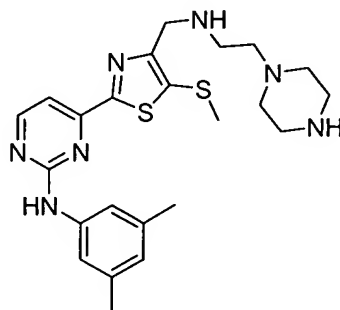
I-176



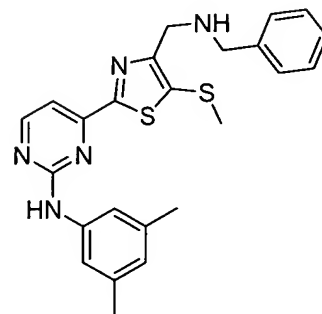
I-177



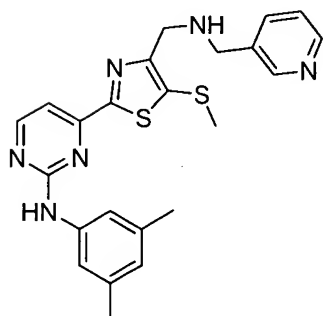
I-178



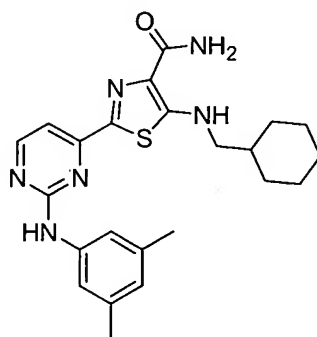
I-179



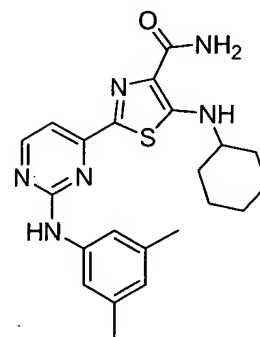
I-180



I-181

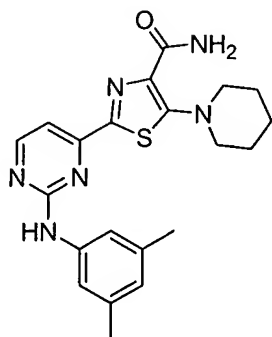


I-182

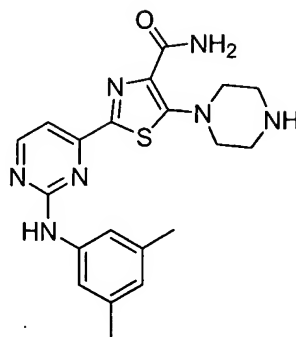


I-183

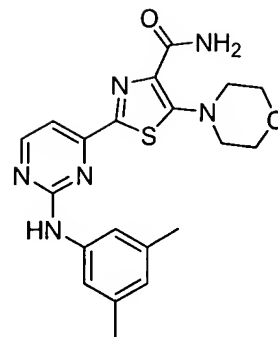
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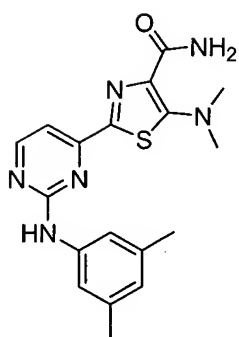
**I-184**



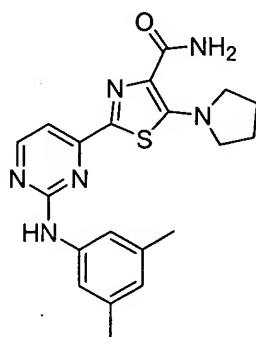
**I-185**



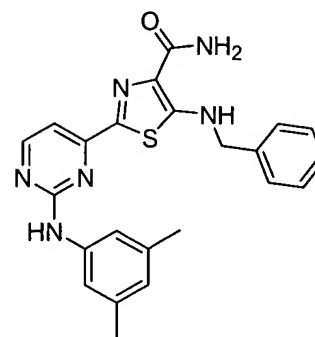
**I-186**



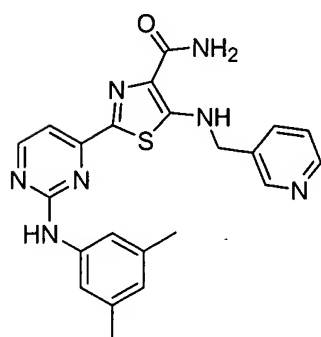
**I-187**



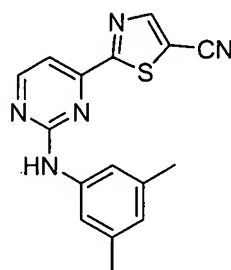
**I-188**



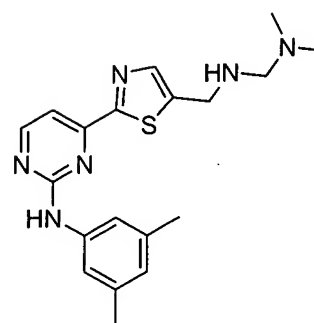
**I-189**



**I-190**

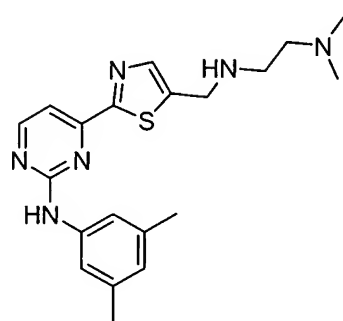


**I-191**

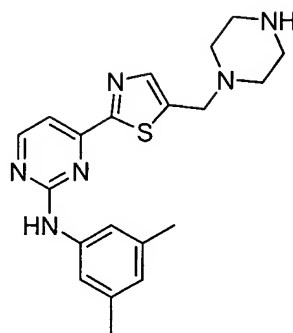


**I-192**

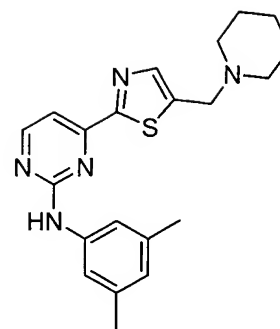
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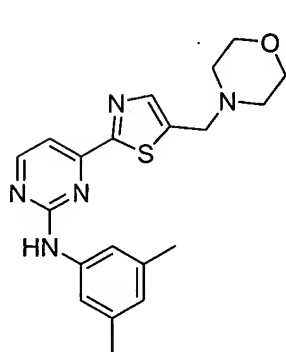
**I-193**



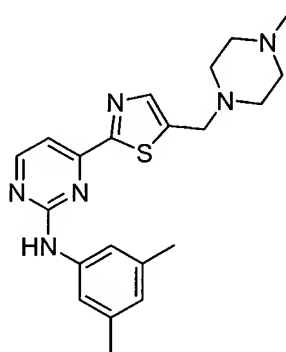
**I-194**



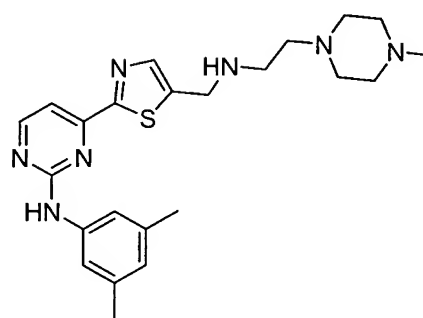
**I-195**



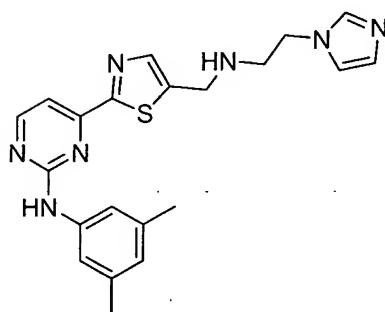
**I-196**



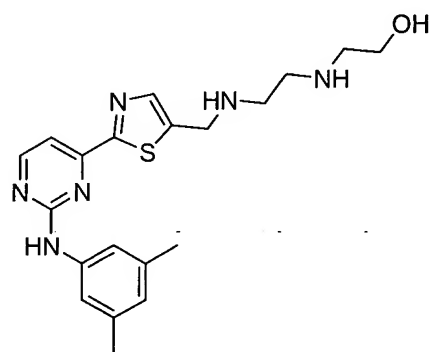
**I-197**



**I-198**

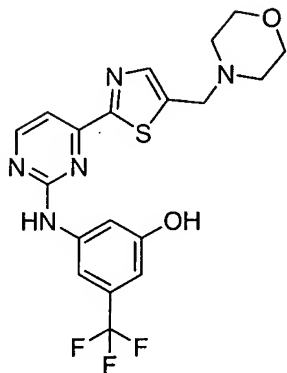


**I-199**

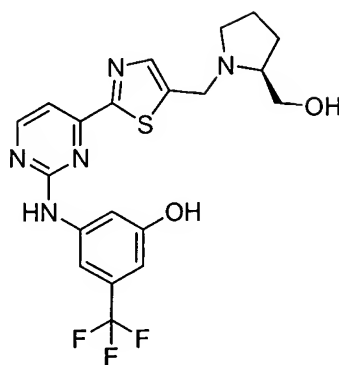


**I-200**

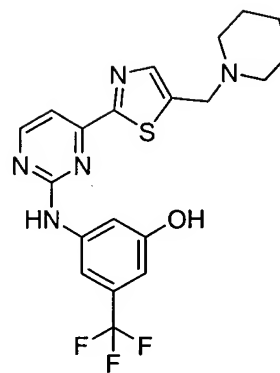
Applicants: Guy Benchley et al.  
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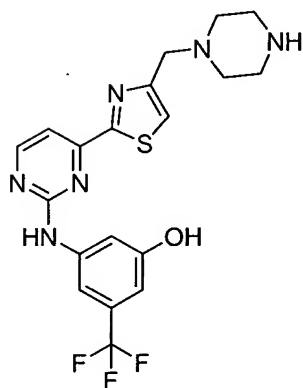
I-201



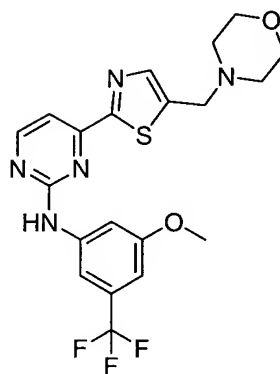
I-202



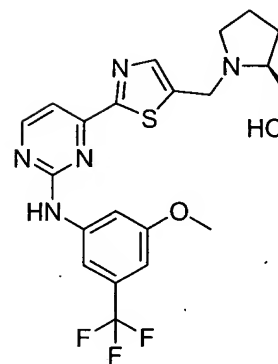
I-203



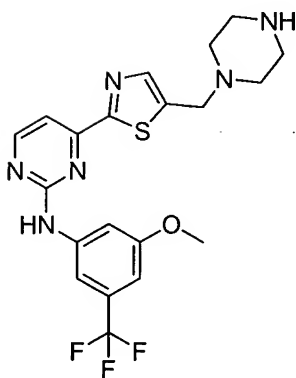
I-204



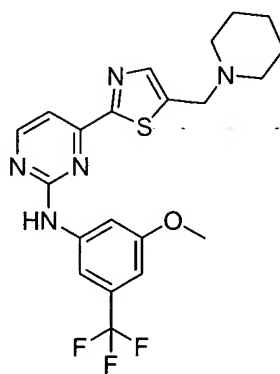
I-205



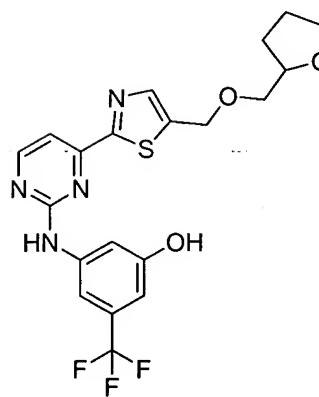
I-206



I-207



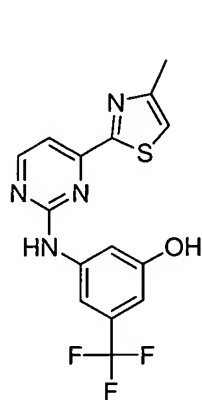
I-208



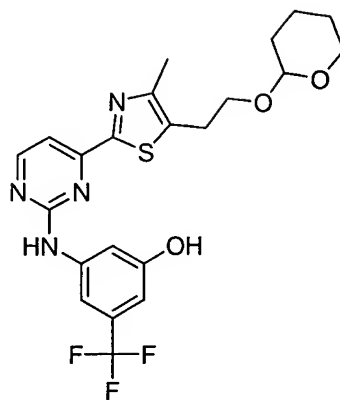
I-209



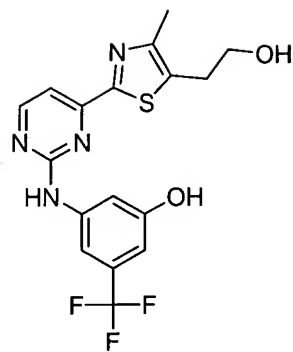
Applicants: Guy Benchley et al.  
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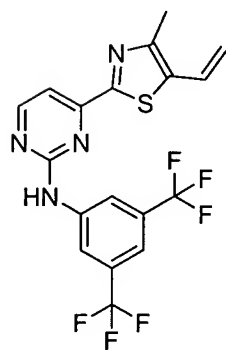
**I-210**



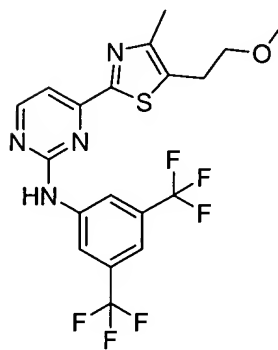
**I-211**



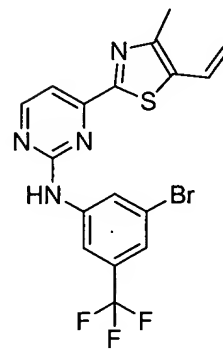
**I-212**



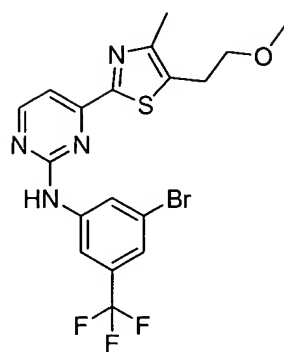
**I-213**



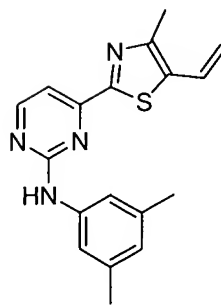
**I-214**



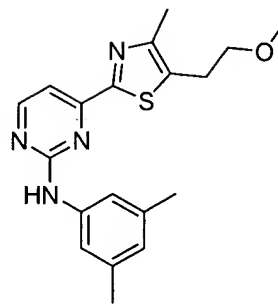
**I-215**



**I-216**

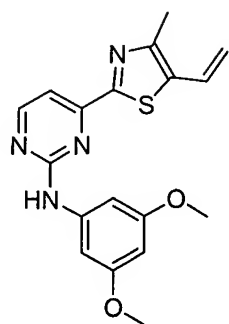


**I-217**

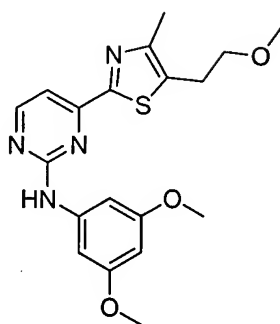


**I-218**

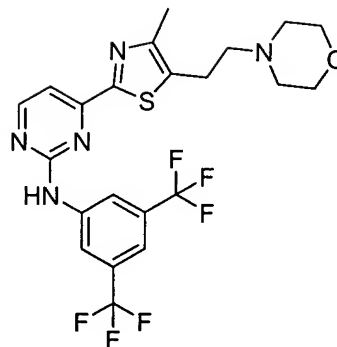
Applicants: Guy Benchley et al.  
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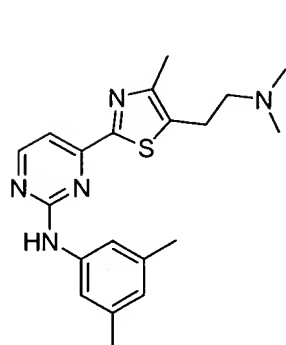
I-219



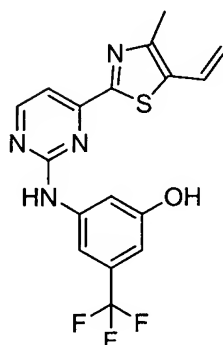
I-220



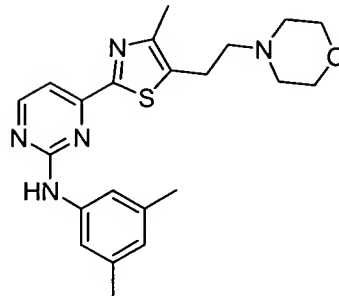
I-221



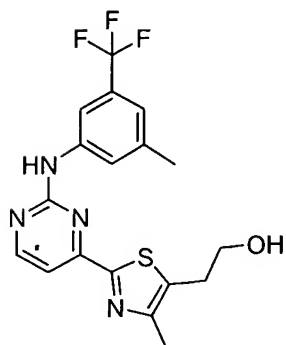
I-222



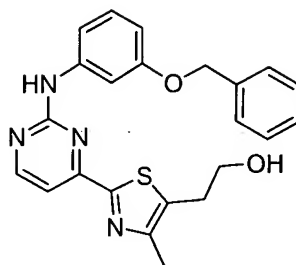
I-223



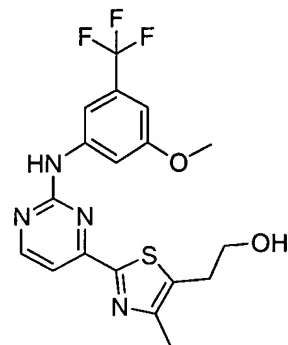
I-224



I-225

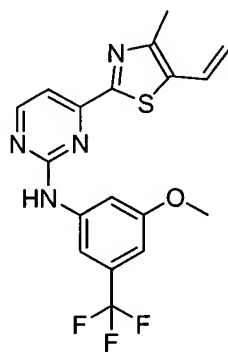


I-226

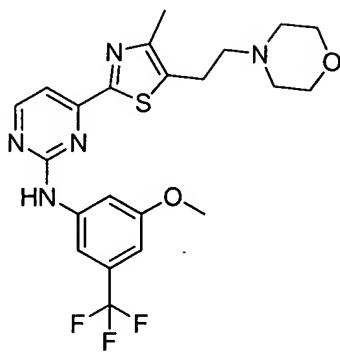


I-227

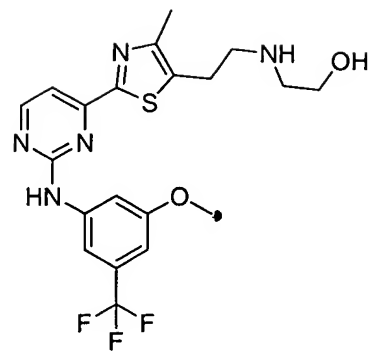
Applicants: Guy Benchley et al.  
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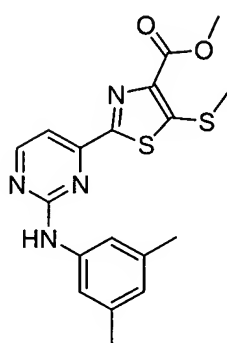
I-228



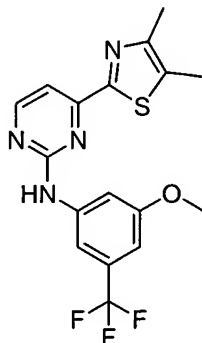
I-229



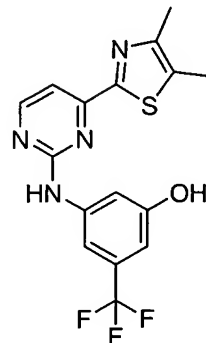
I-230



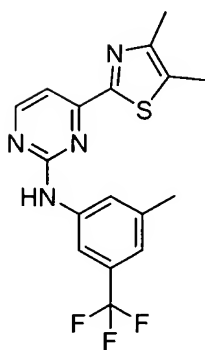
I-231



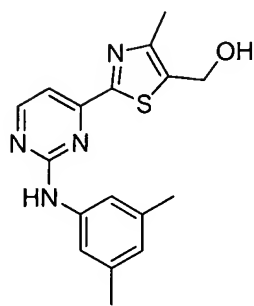
I-232



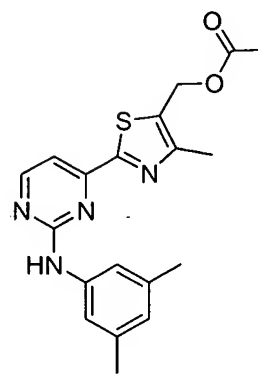
I-233



I-234

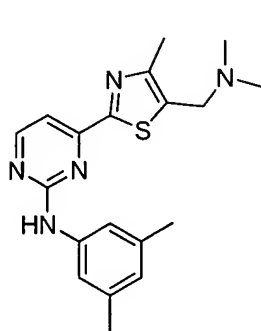


I-235

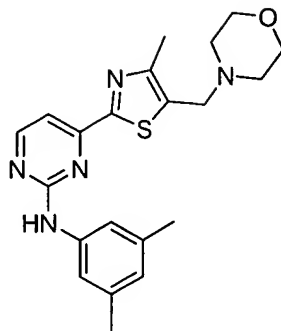


I-236

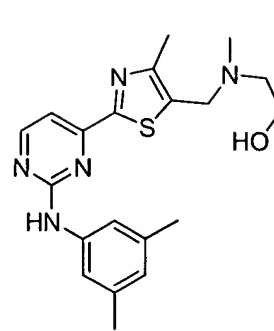
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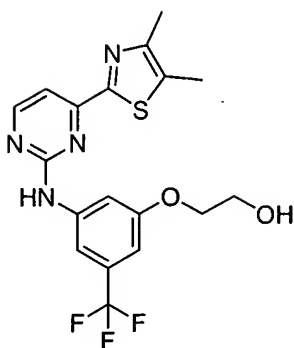
I-237



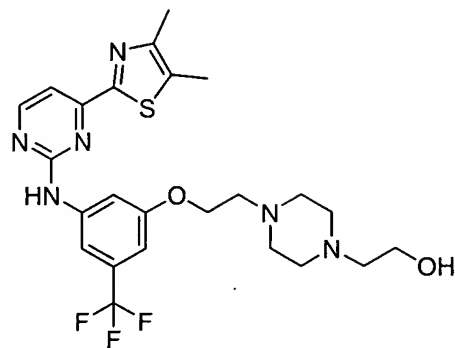
I-238



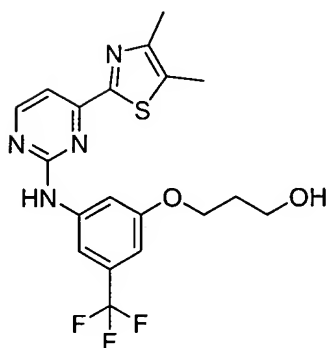
I-239



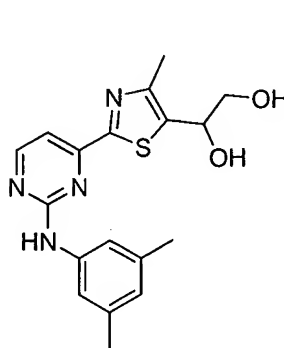
I-240



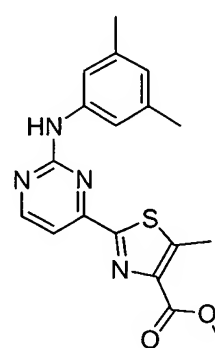
I-241



I-242

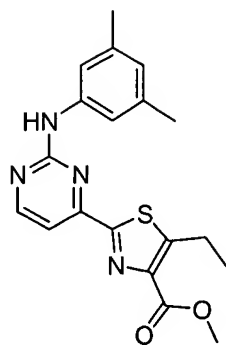


I-243

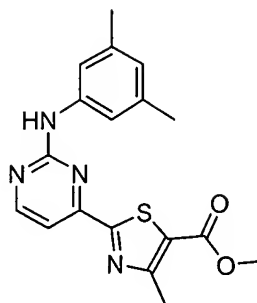


I-244

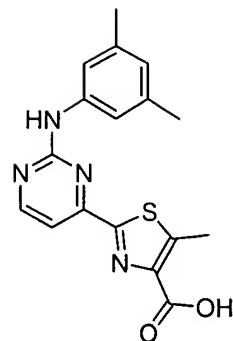
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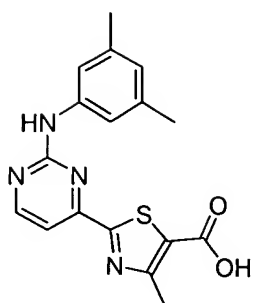
**I-245**



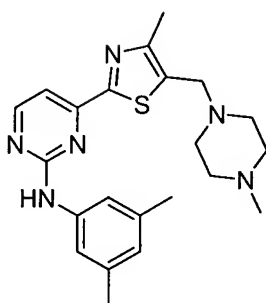
**I-246**



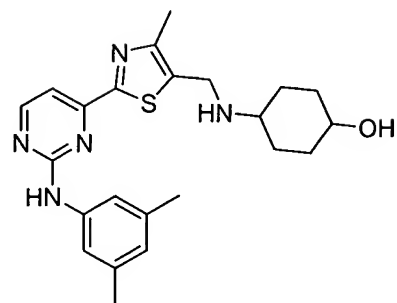
**I-247**



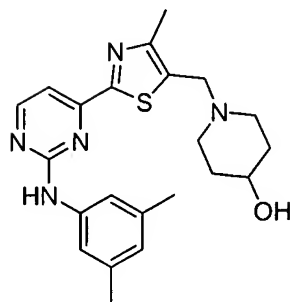
**I-248**



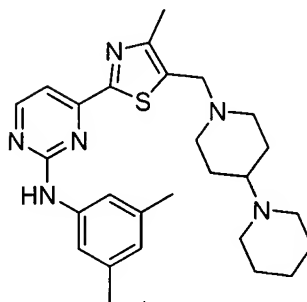
**I-249**



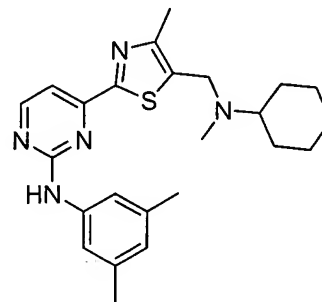
**I-250**



**I-251**

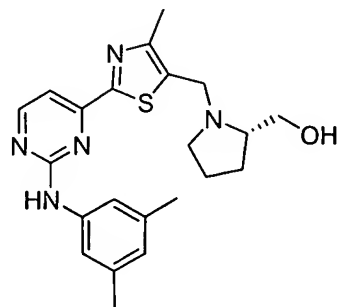


**I-252**

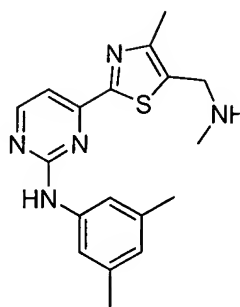


**I-253**

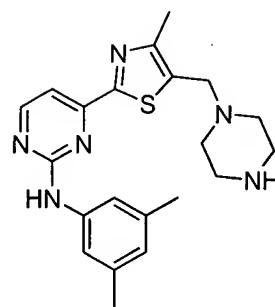
Applicants: Guy Benchley et al.  
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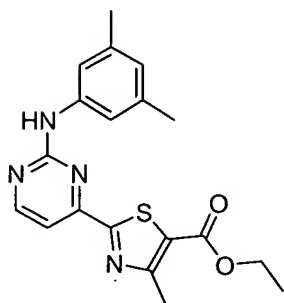
**I-254**



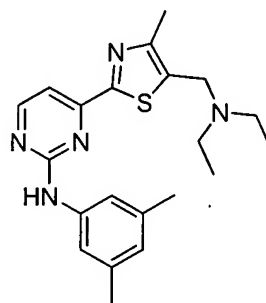
**I-255**



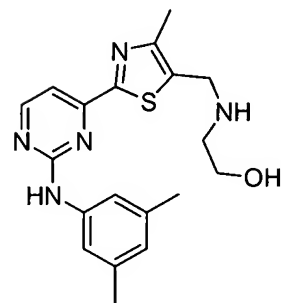
**I-256**



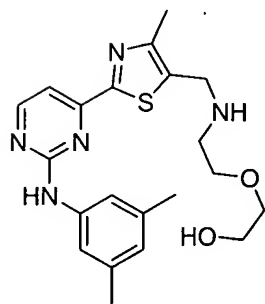
**I-257**



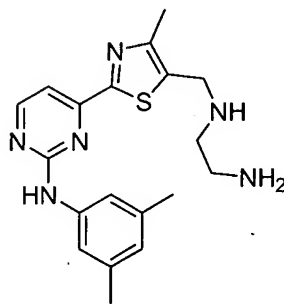
**I-258**



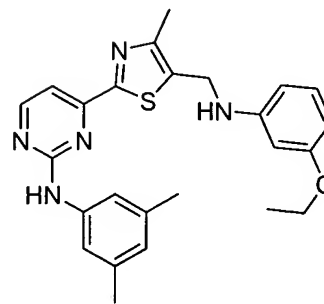
**I-259**



**I-260**

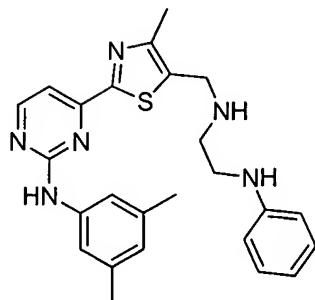


**I-261**

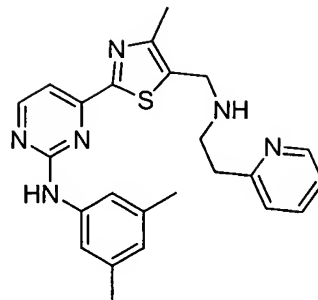


**I-262**

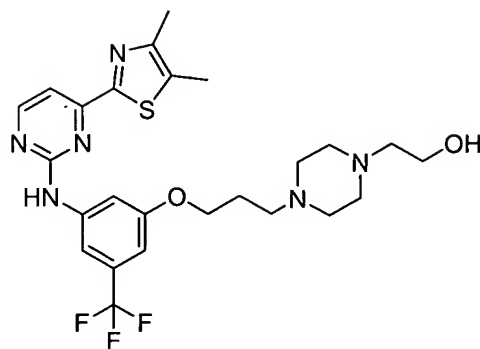
Applicants: Guy Benchley et al.  
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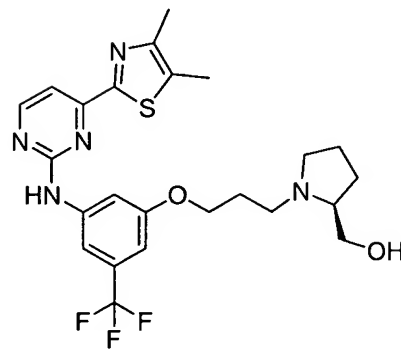
**I-263**



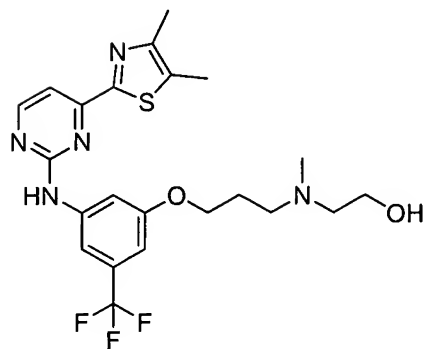
**I-264**



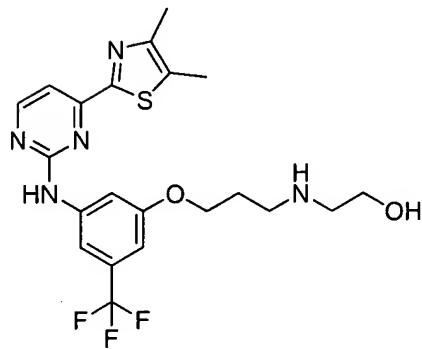
**I-265**



**I-266**

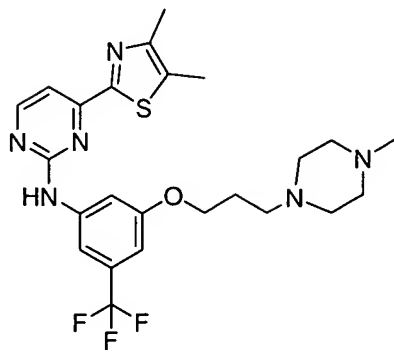


**I-267**

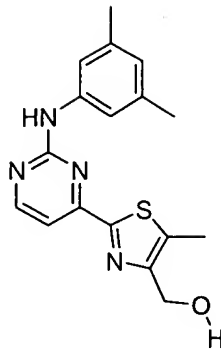


**I-268**

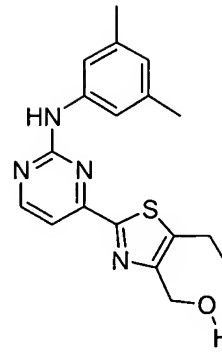
Applicants: Guy Benchley et al.  
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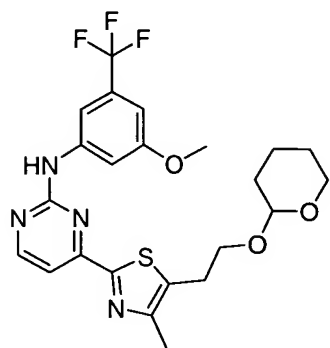
**I-269**



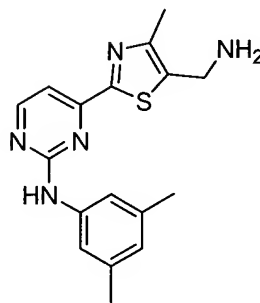
**I-270**



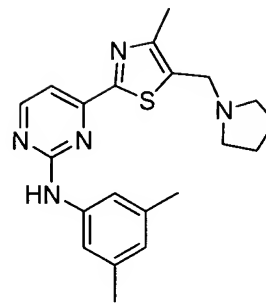
**I-271**



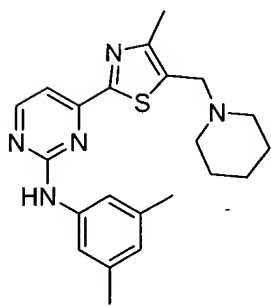
**I-272**



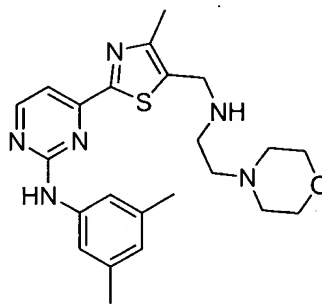
**I-273**



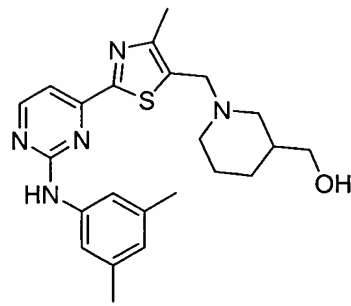
**I-274**



**I-275**



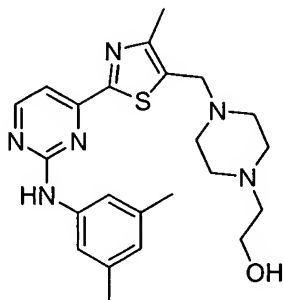
**I-276**



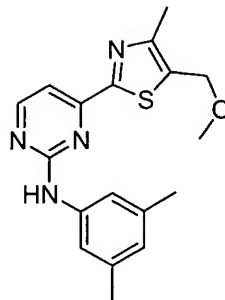
**I-277**



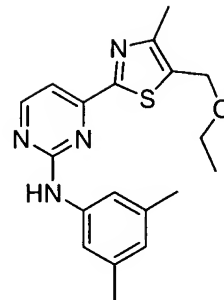
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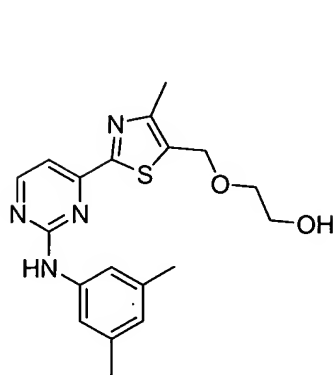
**I-278**



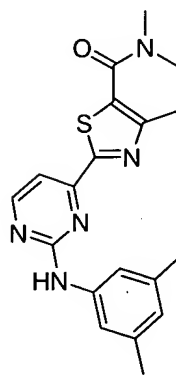
**I-279**



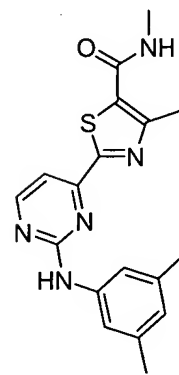
**I-280**



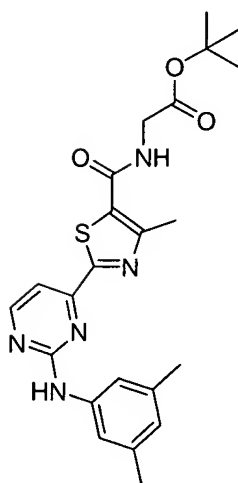
**I-281**



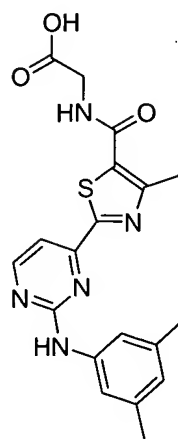
**I-282**



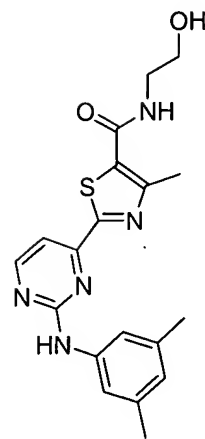
**I-283**



**I-284**



**I-285**



**I-286**

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40. (Original) A composition comprising a compound of claim 1, and a pharmaceutically acceptable carrier, adjuvant, or vehicle.

41-42. (Canceled)

43. (Currently amended) A method of inhibiting SYK or ZAP-70 kinase activity in a biological sample selected from a cell culture, biopsied material obtained from a mammal, saliva, urine, feces, semen, or tears, or an extract thereof; which method comprises contacting said biological sample with:

- a) a composition of claim 40; or
- b) a compound of claim 1.

44. (Currently amended) A method of treating or lessening the severity of ~~treatment or lessening the severity of lepromatous leprosy atopic dermatitis, contact dermatitis, seborrhectic dermatitis, Lichen planus, Pemphigus, bullous Pemphigus, epidermolysis bullosa, urticaria, angiodermas, vasculitides, erythemas, cutaneous eosinophilias, uveitis, Alopecia, areata, vernal conjunctivitis, eosinophilia fasciitis, Coeliac disease, proctitis, eosinophilic gastro-enteritis, mastocytosis, pancreatitis, Crohn's disease, ulcerative colitis, migraine, rhinitis, multiple sclerosis, lupus erythematosus, rheumatoid arthritis, type I diabetes, psoriasis, seronegative spondyloarthropathis, Behcet's disease, Sjogren's syndrome, systemic sclerosis, Hashimoto's thyroiditis, myasthenia gravis, nephrotic syndrome, idiopathic thrombocytopenia purpura, hyper IgE syndrome leukemia, lymphoma, Sezary syndrome, restenosis following angioplasty, atherosclerosis allograft, rejection, graft versus host disease,~~ or asthma in a patient, comprising the step of administering to said patient:

- a) a composition of claim 40; or
- b) a compound of claim 1.

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45. (Canceled)

46. (Currently amended) The method according to claim 44, wherein the disease is ~~multiple sclerosis, lupus erythematosus, rheumatoid arthritis, type I diabetes, psoriasis, seronegative spondyloarthropathis, Behcet's disease, Sjogren's syndrome, systemic sclerosis, Hashimoto's thyroiditis, myasthenia gravis, nephrotic syndrome, idiopathic thrombocytopenia purpura, or hyper IgE syndrome.~~

47. (Original) The method according to claim 44, wherein the disease is asthma.